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**ARTICLES OF INCORPORATION  
OF  
HEARTLAND FORWARD**

FIRST: The name of the corporation (the "Corporation") is Heartland Forward.

SECOND: The address of the registered office of the Corporation in the State of Iowa is 400 East Court Avenue, Suite 110, Des Moines, Iowa 50309. The name of the Corporation's registered agent at such address is C T Corporation System.

THIRD: The Corporation is organized as a public benefit corporation for the following purposes: To educate and engage the public and advocate for public policy issues in order to promote social welfare as defined in section 501(c)(4) of the Internal Revenue Code of 1986 ("IRC") and the Regulations thereunder, as they now exist or as they may hereafter be amended. *Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under IRC Section 501(c)(4).*

FOURTH: The Corporation shall have no members.

FIFTH: The powers of the Corporation shall be subject to the following terms, provisions, and limitations:

1. No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any private person, except that reasonable compensation may be paid for services actually rendered to or for the Corporation, and no director or officer of the Corporation, or any private person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.
2. In the event of the liquidation, dissolution, or winding up of the Corporation in any manner or for any reason whatever, all of the assets of the Corporation after the payment of the obligations and liabilities of the Corporation shall be distributed for one or more exempt purposes within the meaning of IRC Sections 501(c)(4) or 501(c)(3), or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

SIXTH: A director of the Corporation shall not be personally liable to the Corporation or for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the Revised Nonprofit Corporation Act, as the same exists or may hereafter be amended. Any repeal or modification of the foregoing sentence shall not adversely affect any right or protection of a director of the Corporation existing hereunder with respect to any act or omission occurring prior to such repeal or modification.

SEVENTH: The name and mailing address of the incorporator is as follows:

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Drew Cooper  
570 Juniper Avenue  
Kellogg, IA 50135

I, the Undersigned, for the purpose of forming a corporation under the laws of the State of Iowa, do make, file and record these Articles, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 20th day of March, 2019.



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Drew Cooper, Incorporator

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